



BURLINGTON NORTHERN

LAW DEPARTMENT

1-170A019

No.

JUN 19 1981

Date.....

Fee \$.....

ICC Washington, D. C.

176 East Fifth Street
St. Paul, Minnesota 55101
Telephone (612) 298-2121

13151

RECORDATION NO.

Filed 1425

JUN 19 1981-2 25 PM

INTERSTATE COMMERCE COMMISSION
June 16, 1981

Office of the Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sirs:

Enclosed for filing pursuant to Section 11303(a) of the
Interstate Commerce Act are three counterparts of the
following:

Bill of Sale by which all rights, title and
interest in and to the presently existing
equipment covered by:

"St. Louis-San Francisco Railway Company (now by
merger Burlington Northern Railroad Company)
Conditional Sale Agreements of January 15, 1966."

is conveyed to Burlington Northern Railroad Company.

The names and addresses of the parties to the transaction
are:

The Boatmen's National Bank of St. Louis
100 North Broadway, Box 236
St. Louis, Missouri 63166

Burlington Northern Railroad Company
176 East Fifth Street
St. Paul, Minnesota 55101

The Conditional Sale Agreement dated January 15, 1966, was
recorded with the Interstate Commerce Commission pursuant to
Section 20c (now Section 11303(a)) of the Interstate
Commerce Act and assigned a recordation number as follows:

St. Louis-San Francisco Railway Company (now by
merger Burlington Northern Railroad Company)
Conditional Sale Agreement recorded with the ICC
on March 2, 1966, ICC Recordation No. 3692.

Carolyn Kunkel
RECEIVED
JUN 19 1981
JUN 19 1981

Charles F. [Signature]

Interstate Commerce
Commission

-2-

June 16, 1981

A general description of the equipment covered by the enclosed Bill of Sale is attached as Schedule A.

Also enclosed is a check in the amount of \$10.00 payable to your order covering the cost of recording the attached Bill of Sale.

Please stamp one counterpart of the Bill of Sale with the recordation data of the Commission and return it to the bearer of this letter, Mrs. Carolyn H. Kunkel, Kunkel Transportation Services, Inc., 425 13th Street, N. W., Suite 523, Washington, D. C. 20004.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'J. Becker', written over the typed name.

James W. Becker
Assistant General Counsel

JWB:gtb,25

Enclosures

SCHEDULE A

FRISCO CSA OF JANUARY 15, 1966

<u>No. of Units</u>	<u>Description</u>	<u>Numbered</u>
8	Locomotives	824-831
8	Locomotives	725-732
100	Gondolas	65000-65006, 65008- 65009, 65011-65087, 65089-65092, 65094- 65099 1401
150	Covered Hopper Cars	85150, 85152-85208, 85210-85223, 85226- 85241, 85243, 85245- 85246, 85248-85277, 85279, 85281-85282, 85284-85299
1	Covered Hopper Car	81950
50	Bulkhead Flat Cars	4100-4149
120	50' Box Cars	8425-8435, 8437-8466, 8468, 8470-8471, 8473- 8482, 8484-8504, 8506- 8509, 8512, 8514-8523, 8525-8529, 8531-8544
1	Covered Hopper Car	81943
6	Airslide Cars	81533-81538
100	Insulated Box Cars	6415-6428, 6430-6431, 6433-6456, 6458-6473, 6475-6490, 6492-6494, 6496-6503, 6505-6508, 6510-6514
1	Hi Cube Box Car	9136
1	All Steel Caboose	1706
6	60' Insulated Box Cars	9200-9205
50	70-ton Bulkhead Flat Cars	5750-5759, 5761-5768, 5770-5799

SATISFACTION AND BILL OF SALE

13151
RECORDATION NO. Filed 1425

JUN 19 1981 - 2 25 PM
INTERSTATE COMMERCE COMMISSION

WHEREAS, The Darby Products of Steel Plate Corporation, Pullman Incorporated (Pullman-Standard Division), General American Transportation Company, ACF Industries, Incorporated, Ortner Freight Car Company, and Evans Products Company, (hereinafter called the "Vendors") and the St. Louis-San Francisco Railway Company, now by merger Burlington Northern Inc. (hereinafter called the "Railway") have entered into Conditional Sale Agreements dated as of January 15, 1966 (hereinafter called the "Agreements"), covering the railroad equipment described in Schedule A hereto (hereinafter called the "Equipment"), and all right, title and interest of the Vendors in and to the Agreements, was assigned to the Boatmen's National Bank of St. Louis (hereinafter called the "Assignee") pursuant to Agreements and Assignments dated as of January 15, 1966 between the Vendors and the Assignee; and the Agreements and said Agreements and Assignments were filed on January 26, 1966, February 3, 1966, February 14, 1966, February 18, 1966, March 2, 1966, March 4, 1966, respectively, with the Interstate Commerce Commission pursuant to Section 11303 of the Interstate Commerce Act (Recordation Nos. 3645, 3661, 3670, 3680, 3692, and 3698):

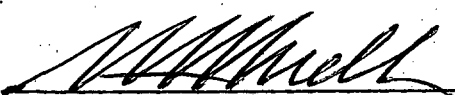
WHEREAS, the Assignee has been paid the full indebtedness in respect of the purchase price of the Equipment, together with interest and all other payments as provided in the Agreements and the Railway has performed all obligations therein contained;

NOW, THEREFORE, the Assignee, in accordance with the provisions of the Agreements does hereby (A) acknowledge that the Agreements have been satisfied in full and (B) sell, assign and transfer to the Railway all its title and property interest in the Equipment described in Schedule A, free of all liens and encumbrances created or retained by the Agreements.

Dated:

THE BOATMAN'S NATIONAL BANK OF ST. LOUIS

By


MARVIN A. MUELLER VICE-PRESIDENT

ATTEST:


G. ROLLAND HYLE ASST. TRUST OFFICER

STATE OF Missouri)
CITY OF St. Louis) ss

On this 13th day of May, 1981, before me personally appeared Marvin A. Mueller, to be personally known, who, being by me duly sworn says that he is a VICE-PRESIDENT of The Boatman's National Bank of St. Louis, a National Banking Association organized and existing under the laws of the United States of America, that the seal affixed to the foregoing instrument is the corporate seal of said National Banking Association; and that said instrument was signed and sealed on behalf of said National Banking Association by

authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said National Banking Association.

Joy Marie Lincoln
Notary Public Joy Marie Lincoln

My Commission expires: **OCT 16 1982**

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